308/16

FORM D



UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR

	OMB APP	ROVAL
	OMB Number:	3235-0076
ļ	Expires:	May 31, 2005
	Estimated avera	ge burden
	hours per respon	se 16.00

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UNIFORM LIMITED OFFERING EXEMI	PTION
Name of Offering (check if this is an amendment and name has changed, and indicate change.) JANECKA #5 PARTNERSHIP	100000000000000000000000000000000000000
Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6) Type of Filing: New Filing Amendment	MOA 0 8 5004
A. BASIC IDENTIFICATION DATA	4.97
1. Enter the information requested about the issuer	
Name of Issuer (check if this is an amendment and name has changed, and indicate change.)	
Janecka #5 Partnership	
Address of Executive Offices (Number and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
101 West Renner Road, Suite 470, Richardson, Texas 75082	214-553-1413
Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices) N/A	Telephone Number (Including Area Code) N/A
Brief Description of Business	17/11
business trust limited partnership, to be formed General	lease specify): Partnership ROV 0 0 2004
Actual or Estimated Date of Incorporation or Organization: Month Year	O
GENERAL INSTRUCTIONS	
Federal: Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or 77d(6).	Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C.
When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering, and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given bel which it is due, on the date it was mailed by United States registered or certified mail to that address.	
Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 2054	49.
Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually photocopies of the manually signed copy or bear typed or printed signatures.	signed. Any copies not manually signed must be
Information Required: A new filing must contain all information requested. Amendments need only report thereto, the information requested in Part C, and any material changes from the information previously supplied to the filed with the SEC.	

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

- ATTENTION -

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

SEC 1972 (6-02)

Filing Fee: There is no federal filing fee.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

1 of 9

A. BASIC IDENTIFICATION DATA

- . Enter the information requested for the following:
 - Each promoter of the issuer, if the issuer has been organized within the past five years;
 - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer.
 - Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
 - Each general and managing partner of partnership issuers.

		<u> </u>			
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Hill Country Exploration, Inc.					
Full Name (Last name first, i	f individual)				
101 West Renner Road, Suite					
Business or Residence Addr	ess (Number and S	Street, City, State, Zip Cod	e)		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Mann, Michael Full Name (Last name first, i	f individual)				
run Name (Last name mst, i	i muividuai)				
101 West Renner Road, Suite					
Business or Residence Addr	ess (Number and S	Street, City, State, Zip Cod	e)		
Charle Pay(an) that Ampley	Promoter	Beneficial Owner	Evacutive Officer	N Director	General and/or
Check Box(es) that Apply:	Tronnoter	Belleficial Owlier	Executive Officer	Director	General and/or Managing Partner
Mann, Jeffrey	41.14.4				
Full Name (Last name first, i	if individual)				
101 West Renner Road, Suite					
Business or Residence Addr	ess (Number and S	Street, City, State, Zip Cod	le)		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first,	if individual)			,	
Tan rane (Dast name mst,	ii iiidividaai)				
Business or Residence Addr	ress (Number and S	Street, City, State, Zip Cod	le)		
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Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first,	if individual)		· · · · · · · · · · · · · · · · · · ·		
Business or Residence Addr	ress (Number and S	Street, City, State, Zip Cod	le)	Property Control of the Control of t	
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	☐ Director	General and/or
200(05) 200(14pp.).	السما				Managing Partner
Full Name (Last name first,	if individual)				
		0	1 .		<u> </u>
Business or Residence Adda	ress (Number and)	Street, City, State, Zip Coo	16)		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first,	if individual)	·			
Business or Residence Addr	ress (Number and	Street, City, State, Zin Coo	le)		
		,,,,,,,	 /		
	(Use bla	nk sheet, or copy and use a	dditional copies of this sh	eet, as necessary)	

					B. INFO	ORMATIO	ON ABOU	T OFFER	ING				
1.	Has the	issuer sol	d, or does t	he issuer ii	ntend to se	ell, to non-	accredited	investors	in this offe	ering?		Yes	N∘ ⊠
			,		ver also in	•				J		اسا	ZX
2.	What is	the minim	um investn	nent that w	ill be acce	pted from	any indivi	dual?		.,	•••••	\$ 10,330	6.00
						•	-					Yes	No
3.	Does th	e offering	permit join	t ownershij	p of a sing	le unit?		• • • • • • • • • • • • • • • • • • • •				X	
4.	commission of states	sion or sim son to be lis s, list the na	tion request ilar remuner ted is an ass ame of the b you may se	ration for so sociated per roker or de	olicitation of son or ager aler. If mor	of purchase nt of a brok re than five	rs in conne er or deale (5) person	ction with registered s to be list	sales of sec with the S ed are asso	urities in th EC and/or	ne offering. with a state	3	
Ful	ll Name (l	Last name	first, if indi	vidual)							- · · -		
	cinace or	Dasidanaa	Address (N	umber and	Street Cit	tu State 7	in Code)						
			uite 480, Rich			ly, State, Z	np Code)						
			oker or Dea		as 73082								
		Securities,											
			Listed Has	Solicited	or Intends	to Solicit I	Purchasers						
	(Check	"All States	" or check i	individual :	States)							🔲 All	l States
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17:1													
rul	ll Name (Last name	first, if indi	ividual)									
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(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

Equity		sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.			
Equity		Type of Security		A	-
Convertible Securities (including warrants) S 0.00 S 0.00		Debt\$	0.00	\$	0.00
Convertible Securities (including warrants) \$ 0.000 \$ 0.000 Partnership Interests \$ 310,080.00 \$ 15,594.00 Other (Specify O) \$ 30,000 \$ 15,594.00 Other (Specify O) \$ 30,000 \$ 15,594.00 \$ 0.000 Total \$ 310,080.00 \$ 15,594.00 \$ 0.000 Total Answer also in Appendix, Column 3, if filing under ULOE. 2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dellar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dellar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero." Accredited Investors Promote of the purchased securities and the aggregate dellar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero." Accredited Investors Promote of the purchases of the purchases of the total lines. Enter "0" if answer is "none" or "zero." Accredited Investors Promote of the purchases of the purchase of the purchases of the purchase of the purch		Equity\$	0.00	\$	0.00
Partnership Interests		Common Preferred			
Other (Specify 0		Convertible Securities (including warrants)	0.00	\$_	0.00
Total Answer also in Appendix, Column 3, if filing under ULOE. 2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero." Number Investors		Partnership Interests	310,080.00	\$_	15,504.00
Answer also in Appendix, Column 3, if filing under ULOE. 2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero." Aggregate Dollar Amount of Purchases Dollar Amoun		Other (Specify 0	0.00	\$	0.00
2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero." Number Num		Total	310,080.00	\$	15,504.00
offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero." Number Numbe		Answer also in Appendix, Column 3, if filing under ULOE.			
Accredited Investors	2.	offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their			Dollar Amount
Non-accredited Investors 1 \$ \$,168.00 Total (for filings under Rule 504 only) 0 \$ 0.00 Answer also in Appendix, Column 4, if filing under ULOE. 3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1. Type of Offering Type of Offering Rule 505 0 0 0 \$ 0.00 Regulation A 0 0 \$ 0.00 Regulation A 0 0 \$ 0.00 Total 0 0 \$ 0.00 4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees		A consider a Year A			
Total (for filings under Rule 504 only) Answer also in Appendix, Column 4, if filing under ULOE. 3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1. Type of Offering Type of Security Type of Security Sold Rule 505 Regulation A Rule 504 Total 1 Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees Transfer Agent's Fees Printing and Engraving Costs Legal Fees Accounting Fees Sold Sold Cher Expenses (identify) Due Diligence				-	<u> </u>
Answer also in Appendix, Column 4, if filing under ULOE. 3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1. Type of Offering Type of Offering Type of Offering Rule 505 Regulation A Rule 504 Total Tot				-	
3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1. Type of Security Type of Security Type of Security Rule 505 Regulation A Rule 504 Total 10			<u> </u>	3 _	0.00
Type of Offering Security Sold	3.	sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the	Turn of	•	Caller Amount
Regulation A		Type of Offering		3	
Rule 504		Rule 505	0	S _	0.00
Total		Regulation A		\$	0.00
4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees Printing and Engraving Costs Legal Fees Accounting Fees S 15,000.00 Engineering Fees S 2,000.00 Sales Commissions (specify finders' fees separately) Other Expenses (identify) Due Diligence		Rule 504	0	\$	0.00
4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees Printing and Engraving Costs Legal Fees Accounting Fees S 15,000.00 Engineering Fees S 2,000.00 Sales Commissions (specify finders' fees separately) Other Expenses (identify) Due Diligence		Total	0	\$	0.00
Printing and Engraving Costs	4.	securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is		_	
Legal Fees S 15,000.00 Accounting Fees S 2,000.00 Engineering Fees S 2,000.00 Sales Commissions (specify finders' fees separately) S 31,321.00 Other Expenses (identify) Due Diligence S 15,347.00		Transfer Agent's Fees	X	S	0.00
Accounting Fees \$ 2,000.00 Engineering Fees \$ 2,000.00 Sales Commissions (specify finders' fees separately) \$ 31,321.00 Other Expenses (identify) Due Diligence \$ 15,347.00		Printing and Engraving Costs	🔀	\$_	3,000.00
Engineering Fees \$\times 2,000.00 Sales Commissions (specify finders' fees separately) \$\times 31,321.00 Other Expenses (identify) \(\text{Due Diligence}\) \$\(\times \) \$\(\times \) \$15,347.00		Legal Fees	\	\$_	15,000.00
Sales Commissions (specify finders' fees separately) Other Expenses (identify) Due Diligence \$ 31,321.00 \$ 15,347.00		Accounting Fees	X	\$_	2,000.00
Other Expenses (identify) Due Diligence		Engineering Fees	X	\$_	2,000.00
Other Expenses (identify) Due Diligence		Sales Commissions (specify finders' fees separately)	X	<u></u>	31,321.00
Total		Other Expenses (identify) Due Diligence		\$_	15,347.00
		Total	🔀	\$_	68,668.00

	b. Enter the difference between the aggregate offeri and total expenses furnished in response to Part C—C proceeds to the issuer."	Question 4.a. This difference is the "adjusted gross			s	241,412.00
5.	Indicate below the amount of the adjusted gross proceach of the purposes shown. If the amount for any check the box to the left of the estimate. The total of proceeds to the issuer set forth in response to Part	eeed to the issuer used or proposed to be used for purpose is not known, furnish an estimate and the payments listed must equal the adjusted gross	Ī			<u> </u>
			Ι	Payments to Officers, Directors, & Affiliates		Payments to Others
	Salaries and fees			11,484.00		
	Purchase of real estate		X \$_	67,979.00		7
	Purchase, rental or leasing and installation of mach and equipment		s_		<u> </u>	
	Construction or leasing of plant buildings and faci	ilities	S			
	Acquisition of other businesses (including the valu offering that may be used in exchange for the asset issuer pursuant to a merger)	ts or securities of another	s		s	
	Repayment of indebtedness		 s			
	Working capital		s			
	Other (specify): Drilling, testing and completion		S \$_	161,949.00		
			S _		<u> </u>	1
	Column Totals		X \$_	241,412.00	<u> </u>	
	Total Payments Listed (column totals added)	· · · · · · · · · · · · · · · · · · ·		X §	241,4	112.00
		D. FEDERAL SIGNATURE				
sig	e issuer has duly caused this notice to be signed by the nature constitutes an undertaking by the issuer to furr information furnished by the issuer to any non-accr	nish to the U.S. Securities and Exchange Commi	ssion,	upon writte		
	ver (Print or Type)	Signature	Date			
188	uer (Print or Type)	Signature				
_	ecka #5 Partnership	VILLIAMITHEM	Nove	mber 4, 2004		
Na	me of Signer (Print or Type)	Title of Signer (Print or Type)				
Mi	chael S. Mann	President, Hill Country Exploration, Inc. (Managing	Genera	d Partner)		

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

- ATTENTION -----

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

	E. STATE SIGNATURE			
1.	Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions of such rule?		Yes	No
	See Appendix, Column 5, for state response.			
2.	2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in whi D (17 CFR 239.500) at such times as required by state law.	ch this notice is file	ed a not	ice on Form
3.	3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written issuer to offerees.	request, information	on furni	shed by the
4.	I. The undersigned issuer represents that the issuer is familiar with the conditions that must be limited Offering Exemption (ULOE) of the state in which this notice is filed and understands to of this exemption has the burden of establishing that these conditions have been satisfied.			
The issu	ssuer has read this notification and knows the contents to be true and has duly caused this notice to be	signed on its behalf	f by the	undersigned
duly au	authorized person.			
Issuer (r (Print or Type) Signature	Date	-	
Janecka	ka #5 Partnership	November 4, 2004		

Title (Print or Type)

President, Hill Country Exploration, Inc. (Managing General Partner)

Instruction:

Name (Print or Type)

Michael S. Mann

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX

1	Intend	Intend to sell and aggregate							ification ate ULOE , attach ation of
	investor	ccredited s in State -Item 1)	offering price offered in state (Part C-Item 1)		Type of investor and amount purchased in State (Part C-Item 2)				
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
AL							1		
AK									
AZ									
AR									
CA									
со									
СТ									
DE									
DC	 :		,						
FL									
GA			- Pi				· ·		
HI									
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	to non-a	to sell ccredited s in State -Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)		under Sta (if yes, explan waiver	ification ate ULOE attach ation of granted) Item 1)			
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
МО	<u></u>								
MT					autori et				
NE									
NV						TANAL.			
NH									
NJ									
NM									
NY					,				
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OR									
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SD					,				_
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TX							_		
UT	·								
VT									
VA									
WA									

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WI

1	to non-a	d to sell accredited as in State 3-Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)		amount pu	4 f investor and archased in State at C-Item 2)		under St (if yes explan waiver	lification tate ULOI , attach (attion of granted)
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
WY									
PR			1.0				10.0		